# EXHIBIT F (Part 3 of 4)

# BUTZEL LONG

Tax I.D. No 38-2384883

Suite 100 150 West Jefferson Detroit, Michigan 48226 T: 313 225 7000 F: 313 225 7080 butzel.com

#### January 30, 2007

To: David Sherbin, Esq., Delphi Corp.
Mr. John D. Sheehan., Delphi Corp.
Ms. Michele M. Piscitelli, Delphi Corp.
John Wm. Butler, Jr., Esq., Skadden, Arps, Slate, Meagher & Flom, LLP
Alicia M. Leonhard, Esq., Office of the United States Trustee
Robert J. Rosenberg, Esq., Latham & Watkins, LLP
Marissa Wesely, Esq., Simpson Thacher & Bartlett, LLP
Donald Bernstein, Esq., Davis Polk & Wardell
Ms. Valeria Venable, GE Plastics, Americas

# Summary of Total Billable Hours by Category for the Period December 1, 2006 through December 31, 2006

<b>Matter Description</b>	<u>Hours</u>	Amount
Business Operations	278.80	\$63,355.80
Case Administration	1.20	300.00
Employee Benefits/Pensions	41.20	9,923.00
Litigation	114.30	28,847.61
Totals:	<u>435.50</u>	\$ <u>102,426.41</u>

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# Summary of Disbursements for the Period December 1, 2006 through December 31, 2006

<b>Disbursement</b>	<u>Amount</u>
Travel Expenses	\$193.00
Copies	\$146.50
Digital Reproduction	\$119.00
Telephone Charges	\$53.19
Motion Fee	\$41.20
Filing Fees	\$4.08
Long Distance Telecopy Charges	\$2.25
Local Telecopy	\$.20
Special Postal Charges	\$11.22
Federal Express	\$168.12
Express Delivery	\$39.17
Conference Calls	\$2.95
Persuasive Design Group	\$8.48
CD Duplication	\$5.00
Totals:	<u>\$794.36</u>

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# Summary of Total Billable Hours by Attorneys and Paraprofessionals for the Period December 1, 2006 through December 31, 2006

<u>Name</u>	<b>Position</b>	Admitted	Rate	Hours	<b>Totals</b>
Attorneys					
Edward M. Kronk	Shareholder	1971	\$331.50	38.90	\$12,895.35
Thomas B. Radom	Shareholder	1974	\$250.00	84.80	\$21,200.00
Matthew Wilkins	Shareholder	1983	\$250.00	78.50	\$19,625.00
Robert T. Wilson	Shareholder	1999	\$236.00	8.40	\$1,982.40
Herbert C. Donovan	Shareholder	1991	\$234.00	55.60	\$13,010.40
Susan L. Johnson	Sr. Attorney	1984	\$224.00	7.50	\$1,680.00
Paula A. Hall	Associate	2000	\$200.00	70.40	\$14,080.00
Charlotte A. Garry	Associate	1998	\$200.00	10.60	\$2,120.00
Charlotte A. Garry	Associate	1998	\$255.00	30.60	\$7,803.00
John R. Stevenson	Associate	2002	\$192.00	21.50	\$4,128.00
Thomas A. Kabel	Associate	1999	\$188.00	.80	\$150.40
Matthew H. Letzmann	Associate	2003	\$161.50	12.70	\$2,051.05
Timothy J. Lowe	Associate	2005	\$148.75	4.40	\$654.51
Paralegals					
Laura E. Clark	Paralegal		\$119.00	.20	\$23.80
Leonor Hendricksen	Paralegal		\$100.00	8.10	\$810.00
Kimberly Schoening	Paralegal		\$85.00	2.50	\$212.50
Grand Total:				<u>435.50</u>	\$ <u>102,426.41</u>

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### **Butzel Long**

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 158 WEST IEFFER SON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668

January 12, 2007

[PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: GENERAL

000115900-0015

#### DISBURSEMENTS:

Copies Express Delivery Charges Motion Fee

35.90 168.12 41.20

245.22

TOTAL DISBURSEMENTS

245.22

Matter Total

245.22

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(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668

January 12, 2007

#### [PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: U.S. AEROTEAM, INC.

000115900-0035

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0.90

DATE 12/04/06		DESCRIPTION Factual research and analysis re motion to dismiss.	TASK 03	HOURS .70
12/12/06	TBR	Telephone conference with J. Papelian regarding status.	03	.20
•				
		TOTAL BILLABLE HOURS	0.90	
		TOTAL FEES		184.40
DISBURSEME	ENTS:			
(	Copies		0.90	

TOTAL PEES 184.40
TOTAL DISBURSEMENTS 0.90

Matter Total 185.30

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SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668 January 12, 2007

#### [PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: TOWER AUTOMOTIVE, INC.

DATE 12/04/06	INIT TBR	DESCRIPTION Review file regarding disputed amount recovery.	TASK 03	HOURS .50
12/04/06	TBR	E-mails with S. Snell regarding disputed amount recovery.	03	. 40
12/04/06	TBR	E-mail to R. Bennett regarding disputed amount recovery.	03	.40
12/07/06	TBR	E-mail to R. Bennett regarding disputed amount.	03	.20
12/12/06	TBR	Review and respond to R. Bennett e-mail regarding disputed amount.	03	.20
12/12/06	TBR	Review and respond to S. Snell e-mail regarding disputed amount.	03	.30
12/14/06	TBR	Telephone conference with S. Snell regarding legal rights on disputed amount.	03	.30
12/18/06	TBR	E-mail to S. Snell regarding disputed amount.	03	.20
12/21/06	TBR	Telephone conferences with S. Snell, R. Reese regarding collection issues.	03	.30
12/22/06	TBR	Review Snell e-mail regarding payment demand.	03	.20
12/26/06	TBR	Review and reply to Reese e-mail regarding Tower setoffs.	03	.30

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SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668

January 12, 2007

TOTAL BILLABLE HOURS

3.30

TOTAL FEES

825.00

TOTAL FEES

825.00

Matter Total

825.00

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SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668

January 12, 2007

#### [PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: EMPLOYMENT SECONDMENT

DATE 12/01/06	INIT C_G	DESCRIPTION  Drafted Martinez position statement.	TASK 06	HOURS 5.00
12/01/06	C_G	Attention to Rice Charge, including review of paperwork from Jennifer McKenzie and follow-up phone calls and e-mails regarding additional information.	06	1.60
12/04/06	C_G	Edited Martinez position statement and e-mailed the position statement to Jeffery M. Peterson.	06	.90
12/04/06	C_G	Drafted first draft of Rice Position Statement.	06	2.30
12/05/06	C_G	Received changes from Jeffery Peterson on Martinez Position Statement; made changes and mailed Position Statement.	06	.50
12/05/06	C_G	Additional follow-up with Jennifer McKenzie regarding Rice Charge and alleged "comparable" Nick Jenkins.	06	.20
12/05/06	C_G	E-mail to Dave Cox regarding Long Charge.	06	.10
12/06/06	C_G	Receipt of information from Jennifer McKenzie for Rice Charge; review of statistical data for Rice Charge; edited Position Statement.	06	.80
12/06/06	C_G	Call to Dave Cox regarding Long Charge.	06	.30

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SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI A ACCOUNT I INVOICE I	NUMBEF	FIVE SYSTEMS January 12, 2007 R: 000115900 8325668		
12/06/06	C_G	Call to Dereon Pruitt regarding Cryderman Charge.	06	.10
12/07/06	C_G	Edited Rice Position Statement.	06	2.80
12/11/06	C_G	Finalized and e-mailed Cryderman Position Statement to Jeff Peterson for his review.	06	2.30
12/12/06	C_G	Drafted and sent extension letter for Long charge of discrimination, and started drafting position statement on Long charge of discrimination.	06	1.30
12/13/06	C_G	Organized exhibits and mailed Cryderman position statement.	06	.30
12/13/06	C_G	Drafted position statement on Long Charge of Discrimination.	0,6	4.10
12/18/06	C_G	E-mail to Jeffery Peterson regarding the Long position statement.	06	.10
12/18/06	C_G	E-mail and phone call to Dave Biddlecomb regarding the investigation into the Clint Eastwood Jackson Charge.	06	.10
12/18/06	C_G	Review of all 35 position statements written for Delphi to update the status list and determine which charges are still pending.	06	.30
12/19/06	C_G	E-mail to Denise LaPlante regarding the status of charges; updated Position Statement Chart with information from Denise LaPlante.	06	.20
12/20/06	C_G	Finalized and filed Long position statement.	06	1.00
12/20/06	C_G	Call to Dave Biddlecomb regarding Jackson Charge.	06	.10
12/20/06	C_G	Attention to new Charge from Shay Dixon including review of Charge, drafting extension letter and call to Marilyn Lilley.	06	1.00
12/21/06	C_G	Started drafting Jackson position statement.	06	3.00

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DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668

January 12, 2007

C\_G Continued drafting Jackson position statement 06

including follow-up with Dave Biddlecomb regarding necessary additional information.

2.20

TOTAL BILLABLE HOURS

30.60

TOTAL FEES

7803.00

DISBURSEMENTS:

12/22/06

Copies Special Postal Charges Express Delivery Charges

22.10 11.22

16.30

49.62

TOTAL FEES

7803.00

TOTAL DISBURSEMENTS

49.62

Matter Total

7852.62

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SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668

January 12, 2007

#### [PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: BROCKWAY PRESSED METALS, INC.

DATE 12/04/06	INIT MEW	DESCRIPTION Correspondence regarding case status.	TASK 03	HOURS .10
12/06/06	MEW	Review LaSalle motion regarding remittance of certain funds.	03	.30
12/07/06	_MEW	Conference with A. Perry, P. Goy regarding Brockway wind-down status.	03	.20
12/09/06	MEW	Correspondence and analysis of security deposit ownership issue.	03	.30
12/19/06	MEW	Correspondence regarding LaSalle settlement.	03	.10
•				
		TOTAL BILLABLE HOURS 1	.00	
		TOTAL FEES		250.00
		,		
		TOTAL FEES		350.00
		TOTAL TELS		250.00
		Matter Total		250.00

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SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668

January 12, 2007

### [PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: PLASCO

DATE 12/01/06	INIT TBR	DESCRIPTION E-mail and telephone conference with M. Staudt, attorney for First Financial, regarding loan closing.	TASK 03	HOURS .50
12/01/06	TBR	E-mail to A. Perry regarding replacement financing.	03	.20
12/06/06	TBR	Telephone conference with M. Staudt regarding payoff.	03	.20
12/06/06	TBR	E-mail with A. Perry regarding payoff.	03	.20
12/06/06	TBR	E-mails with K. Craft regarding waiver letter.	03	.70
12/06/06	TBR	E-mail with C. Archambault regarding waiver letter.	03	.20
12/07/06	TBR	Review and respond to Hollencamp e-mails regarding lien discharges.	03	.40
12/07/06	TBR	Telephone conference with C. Archambault regarding waiver letter.	03	.20
12/07/06	TBR	E-mail to M. Staudt regarding waiver letter.	03	.20
12/07/06	TBR	Review file regarding interest on participations.	03	.40
12/07/06	JRS	Confer with T. Radom re accommodation agreement.	03	.20

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SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

Legal research and analysis re accommodation agreement.	03	.60
E-mails with M. Staudt regarding Delphi payoff.	03	.40
Review lien discharges.	03	.30
E-mails with A. Hollencamp regarding discharges.	03	.40
Telephone conference with C. Archambault regarding payoff.	03	.20
Review Staudt e-mail regarding payoff.	03	.20
Telephone conference with T. Martin regarding payoff.	03	.30
Review Perry e-mails regarding payoff.	03	.40
E-mail to M. Staudt regarding payoff.	03	.20
E-mails and telephone conferences with A. Perry regarding payoff.	03	.50
E-mail with M. Staudt regarding payoff.	03	.20
Telephone conference with T. Martin regarding payoff.	03	.30
Telephone conference with C. Archambault regarding payoff.	03	.20
E-mails with A. Perry regarding payoff.	03	.20
TOTAL BILLABLE HOURS 7	. 80	
TOTAL FEES		1903.60
	R: 000115900 8325668  Legal research and analysis re accommodation agreement.  E-mails with M. Staudt regarding Delphi payoff.  Review lien discharges.  E-mails with A. Hollencamp regarding discharges.  Telephone conference with C. Archambault regarding payoff.  Review Staudt e-mail regarding payoff.  Telephone conference with T. Martin regarding payoff.  Review Perry e-mails regarding payoff.  E-mail to M. Staudt regarding payoff.  E-mails and telephone conferences with A. Perry regarding payoff.  Telephone conference with T. Martin regarding payoff.  Telephone conference with T. Martin regarding payoff.  Telephone conference with T. Martin regarding payoff.  Telephone conference with C. Archambault regarding payoff.  E-mails with A. Perry regarding payoff.	R: 000115900 8325668  Legal research and analysis re accommodation agreement.  E-mails with M. Staudt regarding Delphi payoff.  Review lien discharges.  E-mails with A. Hollencamp regarding discharges.  Telephone conference with C. Archambault regarding payoff.  Review Staudt e-mail regarding payoff.  Review Perry e-mails regarding payoff.  03 E-mail to M. Staudt regarding payoff.  03 E-mails and telephone conferences with A. Perry regarding payoff.  Telephone conference with T. Martin regarding payoff.  E-mail with M. Staudt regarding payoff.  03 Telephone conference with T. Martin regarding payoff.  E-mail with M. Staudt regarding payoff.  03 Telephone conference with T. Martin regarding payoff.  Telephone conference with C. Archambault regarding payoff.  E-mails with A. Perry regarding payoff.  O3 TOTAL BILLABLE HOURS  7.80

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A PROFESSIONAL CORPORATION

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(LD. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668

January 12, 2007

TOTAL FEES

1903.60

Matter Total

1903.60

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SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668

January 12, 2007

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#### [PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE:	POST	BANKRUPTCY	GENERAL	000115900-0100

DATE 12/06/06		DESCRIPTION E-mails with A. Zsoldos regarding fee statements.	TASK 04	HOURS
12/07/06	TBR	Review and reply to A. Chaval e-mail regarding fee statements.	04	.30
12/28/06	TBR	Review e-mail regarding December fee estimates.	04	.20
12/29/06	TBR	Telephone conference with office regarding December fee estimate.	.04	.20
		TOTAL BILLABLE HOURS	1.20	
		TOTAL FEES		300.00
		·	_	
		TOTAL FEES		300.00
		Matter Total		300.00

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DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668

January 12, 2007

#### [PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: MRC INDUSTRIAL GROUP, INC.

000115900-0102

\_\_\_\_\_\_\_\_\_\_

DATE 12/11/06	INIT MEW	DESCRIPTION Status email from T. Sable regarding collection and settlement efforts regarding MRC receivables.	TAS. 03	K HOURS
12/20/06	MEW	Correspondence regarding Third Trust Agreement and review draft of Agreement.	03	.20
12/21/06	MEW	Review proposed proof of claim.	03	.20
12/22/06	MEW	Review status memo and trust agreement status from BBK.	03	.30
		TOTAL BILLABLE HOURS 0	.90	
		TOTAL FEES		225.00
			-	
		TOTAL FEES		225.00
		Matter Total		225.00

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DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668

January 12, 2007

#### [PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: MPC

DATE 12/04/06	INIT TBR	DESCRIPTION Telephone conference with N. Lamb-Hale, J. Applebaum regarding post sale issues.	TASK 03	HOURS .40
12/04/06	TBR	E-mail to T. Dunn regarding Repokis.	03	.20
12/04/06	\TBR	Review agreements regarding Repokis.	03	.60
12/05/06	TBR	Conference call with customers regarding sale proceeds issues.	03	.70
12/05/06	TBR	Review Dunn e-mail regarding Repokis.	03	.20
12/05/06	JRS	Confer with T. Radom re construction lien.	03	.10
12/05/06	JRS	Legal research and analysis re construction lien.	03	1.00
12/07/06	TBR	Further legal research regarding priority of lien.	03	1.00
12/07/06	TBR	E-mail to Customer Group regarding legal research on priority of construction lien.	03	.20
12/07/06	TBR	Conference call with Customer Group regarding status of post-sale issues.	03	1.00
12/07/06	TBR	Telephone conference with C. Carson regarding Repokis.	03	.30

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SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668 January 12, 2007

TOTAL BILLABLE HOURS

5.70

TOTAL FEES

1361.20

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TOTAL FEES

1361.20

Matter Total

1361.20

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SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668

January 12, 2007

[PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: PLYMOUTH RUBBER

000115900-0109

DATE 12/04/06 INIT DESCRIPTION

Factual research and analysis re plan of

TASK HOURS

reorganization.

TOTAL BILLABLE HOURS

0.80

TOTAL FEES

153.60

DISBURSEMENTS:

Copies

JRS

4.10

4.10

TOTAL FEES

153.60

TOTAL DISBURSEMENTS

4.10

Matter Total

157.70

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DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668

January 12, 2007

#### [PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: NEFF-PERKINS COMPANY

000115900-0114

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DATE 12/05/06	INIT TBR	DESCRIPTION Telephone conference with D. Neumann regarding die removal cost.	TASK 03	HOURS .20
12/05/06	TBR	Telephone conference with A. Bowman regarding die removal cost.	03	. 20
12/15/06	TBR	Telephone conference and e-mails with A. Bowman regarding production.	03	.40
12/18/06	TBR	E-mails with D. Neumann regarding January production request.	03	.40
		TOTAL BILLABLE HOURS 1	.20	
		TOTAL FEES		300.00
			<b>u</b> -	···
		TOTAL FEES		300.00
		Matter Total		300.00

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DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668

January 12, 2007

#### [PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: CEP PRODUCTS

DATE 12/01/06	INIT TBR	DESCRIPTION Worked on Hermosillo closing.	TASK 03	HOURS 3.50
12/01/06	TBR	Telephone conferences with T. Wearsch regarding Hermosillo closing.	,03	1.00
12/01/06	\TBR	Conferences with B. Wilson regarding Transition Agreements.	03	.50
12/01/06	TBR	Telephone conferences with Delphi Team regarding Hermosillo closing.	03	1.00
12/01/06	TBR	Conference with T. Kabel regarding lease amendment, assignment.	03	.30
12/01/06	TBR	Review BBK e-mail regarding bonus pool hearing.	03	.20
12/01/06	TBR	E-mail to M. Everett, A. Perry regarding bonus pool hearing.	03	.50
12/01/06	TBR	E-mail and telephone conference with M. Everett regarding Middlefield.	03	.40
12/01/06	TBR	Review e-mails regarding draft order on bonus pool.	03	.50
12/01/06	TBR	Telephone conference with K. Katsma regarding bonus pool order.	03	.20
12/01/06	MEW	Review various executed closing documents.	03	.40

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### **Butzel Long**

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(1.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AN ACCOUNT I INVOICE I	NUMBE	FIVE SYSTEMS January 12, 2007 R: 000115900 8325668		
12/01/06	MEW	Review Transition Services Agreement.	03	.30
12/01/06	RTW	Attention to review of revised drafts of same received from Ms. Wilkens.	03	.90
12/01/06	RTW	Telephone conferences with Dana Mesler concerning status of transaction, modifications to Transition Services Agreements and ancillary documents.	03	1.10
12/01/06	RTW	Telephone conferences with Beth Wilkens concerning Transition Services Agreement.	03	1.00
12/01/06	RTW	Consultations with Thomas Radom concerning status of closing documents and modifications to same.	03	1.50
12/01/06	RTW	E-mails to and from Dana Mesler and Roberto Berry concerning closing and obtaining of signature pages, miscellaneous issues.	03	2.10
12/01/06	RTW	Attention to e-mail from Thomas Wearsch concerning Bill of Sale, review of Bill of Sale.	03	. 40
12/01/06	TAK	Conference with T. Radom re review of landlord-executed documents.	03	.20
12/01/06	TAK	Further revising of lease amendment and lease assignment.	03	.60
12/04/06	TBR	E-mails with Delphi Team regarding Hermosillo documents.	03	1.30
12/04/06	TBR	Telephone conference with T. Wearsch regarding Hermosillo closing issues.	03	.40
12/04/06	TBR	Review draft order regarding bonus pool.	03	.50
12/04/06	TBR	E-mails with professionals regarding bonus pool order.	03	.80
12/04/06	TBR	Telephone conference with D. Mesler regarding post-closing issues.	03	.40

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A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST IEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AMACCOUNT INVOICE	NUMBE	FIVE SYSTEMS January 12, 2007 R: 000115900 8325668		
12/04/06	RTW	Attention to e-mail from Angel Olivas concerning tax provisions in Transition Services Agreement.	03	.20
12/04/06	RTW	Attention to e-mail from Dana Mesler with accompanying signature pages and forward same to Thomas Radom.	03	.30
12/04/06	RTW	Attention to file, compilation of closing documents.	03	.90
12/04/06	LН	Reviewed docket and pleadings on the bankruptcy case for the Northern District of Ohio, Eastern Division and obtained copies of the pleadings; case administration.	03	.50
12/05/06	ГН	Reviewed docket and pleadings on the bankruptcy case for the Northern District of Ohio Eastern Division and obtained copies of the pleadings; case administration.	03	4.00
12/06/06	TBR	Review BBK e-mails regarding restructuring costs, borrowing base.	03	.80
12/06/06	TBR	Review Hammer e-mail regarding borrowing base.	03	.20
12/06/06	TBR	Review A. Olivas e-mail regarding Hermosillo.	03	.20
12/06/06	TBR	Review and reply to D. Mesler e-mail regarding Hermosillo documents.	03	.50
12/06/06	L H	Reviewed docket and pleadings on the bankruptcy case for the Northern District of Ohio Eastern Division; case administration.	03	.50
12/07/06	TBR	Review BBK e-mails regarding borrowing base issues.	03	.70
12/07/06	TBR	Review S. Linderman e-mail regarding borrowing base.	03	.20
12/07/06	TBR	Review e-mails regarding restructuring costs.	03	.50
12/07/06	TBR	Telephone conference with T. Wearsch regarding Hermosillo documents.	03	.20

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(1.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

	NUMBEI	FIVE SYSTEMS January 12, 2007 R: 000115900 8325668		
12/07/06	TBR	Telephone conferences and e-mails with M. Everett, J. Fetter regarding Middlefield.	03	.80
12/07/06	L H	Reviewed docket and pleadings on the bankruptcy case for the Northern District of Ohio Eastern Division and obtained copies of the pleadings; case administration.	03	.30
12/08/06	L H	Reviewed docket and pleadings on the bankruptcy case for the Northern District of Ohio Eastern Division; case administration.	03	.30
12/11/06	TBR	Telephone conference with C. Archambault regarding Vandalia.	03	- 20
12/11/06	TBR	Review and reply to J. Downs e-mail regarding Middlefield.	03	.40
12/12/06	TBR	Conference with J. Stevenson regarding court hearing.	03	.20
12/12/06	TBR	Review Stevenson e-mail regarding summary of court hearing.	03	.20
12/12/06	JRS	Prepare for and attend hearing telephonically re CEP Holdings, LLC et al. performance bonus plan.	03	.80
12/13/06	TBR	Review court order regarding bonus pool.	03	.30
12/13/06	TBR	E-mail to A. Perry regarding bonus pool order.	03	.20
12/13/06	TBR	Telephone conference with J. Bambery regarding Middlefield, expiration of DIP budget.	03	.20
12/13/06	TBR	Review DIP order regarding budget, production rights at Middlefield.	03	1.00
12/13/06	TBR	Telephone conference and e-mail with J. Fetter regarding final Middlefield production.	03	.50
12/13/06	TBR	E-mail to CEP, Wachovia regarding Middlefield completion notice.	03	.20

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(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

	<b>WMBEF</b>	TIVE SYSTEMS January 12, 2007 8: 000115900 8325668		
12/13/06	TBR	Review T. Wearsch e-mail regarding Hermosillo.	03	.20
12/13/06	JRS	Review and analyze orders and related documents re performance bonus plan.	03	.80
12/14/06	TBR	E-mail with J. Bambery regarding Middlefield.	03	.20
12/14/06	TBR	Review BBK cost analysis regarding Middlefield.	03	.20
12/14/06	TBR	E-mail to J. Downs regarding DIP order, budget.	03	.30
12/14/06	TBR	E-mails to Delphi Team, BBK regarding Middlefield.	03	.40
12/14/06	TBR	E-mail to CEP, Wachovia, UCC Professionals regarding Middlefield cost analysis.	03	.20
12/14/06	TBR	E-mail to M. Freedlander regarding Middlefield completion notice.	03	.20
12/14/06	JRS	Review and analyze orders and related documents re performance bonus plan.	03	1.70
12/15/06	TBR	Telephone conferences with J. Bambery regarding Middlefield.	03	.40
12/18/06	TBR	Review Pizzorno e-mail regarding wind down costs.	03	.20
12/18/06	TBR	Telephone conference with T. Wearsch regarding Middlefield.	03	.30
12/18/06	TBR	Review Downs e-mail regarding budget extension.	03	.20
12/19/06	TBR	Telephone conference and e-mail with T. Wearsch regarding Middlefield.	03	.50
12/19/06	TBR	E-mail and telephone conference with J. Fetter regarding Middlefield.	03	.40
12/19/06	TBR	Telephone conference with J. Hutchinson regarding Delphi payables.	03	.20

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A PROFESSIONAL CORPORATION ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AU ACCOUNT I INVOICE I	NUMBE	TIVE SYSTEMS January 12, 2007 R: 000115900 8325668		
12/19/06	TBR	E-mail to A. Perry regarding Delphi payables.	03	.20
12/19/06	L H	Reviewed docket on the bankruptcy case for the Northern District of Ohio Eastern Division and obtained copies of the pleadings; case administration.	03	1.00
12/20/06	TBR	Review Pizzorno e-mails regarding funding issues.	03	.40
12/20/06	TBR	Review DIP Order regarding funding issues.	03	.30
12/20/06	TBR	E-mail to A. Perry regarding funding issues.	03	.20
12/20/06	TBR	E-mails with T. Wearsch regarding Middlefield.	03	.40
12/20/06	TBR	Review and reply to C. Justice e-mail regarding Middlefield equipment.	03	.40
12/20/06	TBR	Assemble Hermosillo closing documents.	03	.50
12/20/06	TBR	E-mail to D. Mesler regarding Hermosillo.	03	.20
12/20/06	TBR	Review T. Wearsch e-mail regarding Hermosillo employees.	03	.20
12/20/06	TBR	Telephone conference with M. Pizzorno regarding funding issues.	03	-20
12/21/06	TBR	Telephone conference with office regarding Hermosillo Agreements.	03	.20
12/21/06	TBR	E-mail to T. Wearsch regarding Hermosillo.	03	.20
12/26/06	TBR	E-mail to T. Wearsch regarding follow up on Hermosillo.	03	.20

TOTAL BILLABLE HOURS

46.30

TOTAL FEES

10226.40

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(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668

January 12, 2007

#### DISBURSEMENTS:

Copies Travel Expenses

25.60 193.00

218.60

TOTAL FEES

10226.40

TOTAL DISBURSEMENTS

218.60

Matter Total

10445.00

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(I.D. NO. 38-2384883)

SUITE 900 150 WEST IEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668

DATE

January 12, 2007

#### [PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: PIXLEY RICHARDS, INC.

INIT DESCRIPTION

000115900-0120

HOURS

TASK

12/06/06	TBR	E-mail to B. Smith, J. Jonas regarding Agreements.	03	.30
12/06/06	TBR	E-mails with T. Dunn regarding Agreements.	03	.20
	Α,		•	
		TOTAL BILLABLE HOURS	0.50	
		TOTAL FEES		125.00
		•		
		TOTAL FEES		125.00
		Matter Total		125.00

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A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384863)

SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668

January 12, 2007

#### [PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: MILLER INDUSTRIAL PRODUCTS

DATE 12/06/06	INIT MEW	DESCRIPTION Review, draft and revise Accommodation Agreement and Access Agreement and forward to Miller counsel.	TASK 03	HOURS 1.00
12/06/06	MEW	Conference with Miller counsel regarding current status of Agreements.	03	.40
12/07/06	MEW	Conference with Miller counsel regarding change to Accommodation Agreement.	03	.20
12/07/06	MEW	Revise Accommodation Agreement and correspondence to Miller and Delphi with revised, execution copies of Accommodation and Access Agreements.	03	.40
12/07/06	MEW	Correspondence from C. Archambault regarding open setoff issues with respect to Accommodation Agreement.	03	.40
12/18/06	MEW	Correspondence regarding Miller cash needs.	03	.10
12/19/06	MEW	Conference with C. Archambault regarding Miller Accommodation Agreement.	03	.20
12/19/06	MEW	Conference with C. Aymond regarding setoff of \$28,000.	03	.10
12/19/06	MEW	Conference with C. Archambault regarding Accommodation Agreement status.	03	.10

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A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668  January 12, 2007				
12/19/06	MEW	Conference with C. Archambault regarding Miller status, agreement, funding.	03	.30
12/19/06	MEW	Conference with Miller counsel regarding exceptions in no-offset agreement.	03	.20
12/19/06	MEW	Conference with C. Archambault regarding transaction status, terms.	03	.20
12/20/06	MEW	Correspondence regarding payment to Miller.	03	.10
12/20/06	MEW	Review and discuss Settlement Agreement with Miller counsel.	03	.40
		TOTAL BILLABLE HOURS	4.10	
		TOTAL FEES		1025.00
	×.			
		TOTAL FEES	W	1025.00

Matter Total

1025.00

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(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668 January 12, 2007

[PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: INNOVATIVE GROUP GLOBAL, INC.

000115900-0122

**DISBURSEMENTS:** 

Copies

1.00

1.00

TOTAL DISBURSEMENTS

1.00

Matter Total

1.00

\_\_\_\_

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ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668

January 12, 2007

#### [PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: I & W INDUSTRIES, INC.

DATE 12/04/06	INIT TBR	DESCRIPTION Draft bill of sale.	TASK 03	HOURS
12/04/06	TBR	Telephone conference and e-mail with R. Schneider regarding bill of sale.	03	.50
12/04/06	TBR	E-mail to T. Lindahl regarding bill of sale.	03	.20
12/06/06	TBR	Telephone conferences and e-mails with R. Schneider regarding equipment purchase.	03	1.20
12/06/06	TBR	E-mail to S. Grow regarding equipment purchase.	03	.20
12/06/06	TBR	Telephone conference with T. Lindahl regarding equipment purchase.	03	.20
12/07/06	TBR	Telephone conferences and e-mails to T. Lindahl regarding equipment purchase.	03	1.00
12/07/06	TBR	Finalized bill of sale and equipment list.	03	.50
12/07/06	TBR	E-mails with Delphi Team regarding equipment purchase.	03	.70
12/07/06	JRS	Confer with T. Radom re bailment agreement.	03	.10
12/07/06	JRS	Research and draft bailment agreement.	03	2.70
12/08/06	TBR	E-mail to S. Grow regarding partial discharge on equipment.	03	.20

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A PROFESSIONAL CORPORATION

ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

	UMBER	IVE SYSTEMS : 000115900 8325668	January 12, 20	07	
12/08/06	TBR	Review and revi	se Bailment Agreement.	03	1.00
12/08/06	TBR	E-mail to T. Ling Agreement.	ndahl regarding Bailment	03	.20
12/12/06	TBR	E-mails with T. Agreement.	Lindahl regarding Bailment	03	.40
12/14/06	TBR	Review comments	to Bailment Agreement.	03	.20
12/20/06	TBR	E-mails with S.	Grow regarding S/I Release.	03	.40
			TOTAL BILLABLE HOURS  TOTAL FEES	10.10	2362.60
			101235 11110		2302.00
DISBURSEM	ENTS:				
•		s none Charges rence Calls		6.50 35.33 2.95	
				-	44.78
			TOTAL FEES		2362.60
			TOTAL DISBURSEMENTS		44.78
			Matter Total	====	2407.38

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(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668

January 12, 2007

#### [PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: BING METALS GROUP, INC.

DATE 12/05/06	INIT TBR	DESCRIPTION Telephone conference with M. Everett regarding funding.	TASK 03	HOURS .20
12/11/06	TBR	Review term sheet and financials.	03	.50
12/11/06	<tbr< td=""><td>Telephone conference with M. Everett regarding meeting.</td><td>03</td><td>.20</td></tbr<>	Telephone conference with M. Everett regarding meeting.	03	.20
12/12/06	TBR	Review M. Everett e-mail regarding summary of meeting.	03	.20
12/13/06	TBR	Review M. Everett e-mail regarding Accommodation Agreement.	03	.20
12/14/06	TBR	Review draft Trade Agreement.	03	.20
12/20/06	TBR	Telephone conferences with M. Everett, A. Perry regarding strategic alternatives.	03	.70
12/20/06	TBR	Worked on Accommodation Agreement.	03	.40
12/20/06	TBR	E-mail to Everett, Perry regarding Agreements.	03	.20
12/21/06	TBR	Review documents.	03	.70
12/21/06	TBR	Telephone conference with M. Everett regarding documents.	03	.30
12/22/06	TBR	Telephone conferences with J. Fischer regarding Accommodation Agreement.	03	.50

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A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST IEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

	MBER	IVE SYSTEMS January 12, 2007 : 000115900 8325668	7		
12/22/06	TBR	Telephone conferences with M. Everett regarding Accommodation Agreement.	03	. 70	
12/28/06	TBR	Telephone conferences with J. Fischer regarding extension of agreements.	03	.50	
12/28/06	TBR	Review agreements.	03	.50	
12/28/06	TBR	E-mail to A. Perry, M. Everett regarding agreements.	03	.40	
12/28/06	TBR	Review and reply to A. Perry e-mail regarding agreements.	03	.20	
12/28/06	TBR	Review Bakst e-mail regarding agreements.	03	.20	
		TOTAL BILLABLE HOURS	6.80		
		TOTAL FEES		1700.00	
DISBURSEMENTS:					
C	opies	<b>.</b>	6.50	6.50	
·		TOTAL FEES		1700.00	
		TOTAL DISBURSEMENTS		6.50	
		Matter Total		1706.50	

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(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON DETROJT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668

January 12, 2007

[PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: AMERICAN RUBBER PRODUCTS

000115900-0127

DATE INIT DESCRIPTION TASK HOURS 12/06/06 MEW Review extension agreements, as executed. 03 .20

TOTAL BILLABLE HOURS

0.20

TOTAL FEES

50.00

TOTAL FEES

50.00

Matter Total

50.00

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(J.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668

January 12, 2007

#### [PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: QC ONICS

000115900-0128

DATE 12/01/06	INIT MEW	DESCRIPTION Prepare for and participate in status call with QC principal.	TASK 03	HOURS 1.20
12/01/06	MEW	Conference with T. Monahan and D. Wollschlager regarding wind-down status.	03	.40
12/01/06	MEW	Conference with P. Hall regarding and review Amended Intercustomer Agreement.	03	.30
12/01/06	MEW	Conferences with D. Wollschlager and T. Monahan regarding exit and closing issues.	03	.30
12/01/06	MEW	Conference with R. Chapman regarding exit strategy.	03	.40
12/01/06	MEW	Conferences with Delphi regarding removal of tooling and raw materials from Reynosa.	03	.80
12/01/06	MEW	Review wind-down open issues.	03	.20
12/01/06	MEW	Correspondence regarding customer split.	03	.10
12/01/06	MEW	Review Second Amendment to Intercustomer Agreement.	03	.20
12/01/06	MEW	Correspondence regarding customer percentages.	03	.10
12/01/06	P H	Telephone call from A. Perry.	03	. 20
12/01/06	РН	Conference with M. E. Wilkins.	03	. 30

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A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(J.D. NO. 38-2384883)

	NUMBER	TIVE SYSTEMS January 12, 2007 8: 000115900 8325668		
12/01/06	РН	Attention to amendments to Intercustomer Agreement.	03	.30
12/01/06	РН	Correspondence to and from A. Perry.	03	.30
12/01/06	РН	Telephone call to T. Monahan.	03	.20
12/01/06	РН	Correspondence to Customer Group.	03	.20
12/01/06	РН	Correspondence to D. Wollschlager re: same.	03	.20
12/02/06	MEW	Review Agenda for 12/04 Customer call, related spreadsheets.	03	.20
12/03/06	MEW	Correspondence regarding wind-down issues.	03	.20
12/04/06	MEW	Prepare for and participate in Customer Group call.	03	.80
12/04/06	MEW	Follow-up work regarding wind-down issues.	03	.70
12/04/06	MEW	Conference with D. Wollschlager regarding Nova/Link meeting.	03	.20
12/04/06	MEW	Conference with P. Hall regarding amended intercustomer agreement.	03	.20
12/04/06	MEW	Correspondence regarding sale, accommodations request of customers.	03	.20
12/04/06	MEW	Letter from S. Israel demanding escrow of severance indemnification.	03	.10
12/04/06	РН	Multiple correspondence to and from A. Perry re: Intercustomer Agreement.	03	.70
12/04/06	РН	Revisions to same.	03	.60
12/04/06	РН	Conference with M. E. Wilkins.	03	.60
12/04/06	РН	Correspondence to and from L. Gavin and D. Wollschlager.	03	.60

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(I.D. NO. 38-2384883)

	NUMBER	CIVE SYSTEMS January 12, 2007 8: 000115900 8325668		
12/05/06	MEW	Review Debtor communications to non-participating customers regarding financial difficulties.	03	.50
12/05/06	MEW	Correspondence to L. Gavin regarding QC accommodations and discussions with non-participating customers.	03	.20
12/05/06	MEW	Work with Delphi, BBK regarding Nova/Link request that severance be placed in escrow.	03	.80
12/05/06	MEW	Correspondence regarding Nova/Link negotiations.	03	.10
12/05/06	MEW	Review additional QC communications with non-participating customers.	03	.40
12/05/06	РН	Correspondence to and from D. Wollschlager, L. Gavin, D. Reamer, and A. Perry.	03	.60
12/05/06	Р Н	Telephone call from A. Perry.	03	.70
12/06/06	MEW	Prepare for and participate in Customer Group call.	03	1.00
12/06/06	MEW	Review Second Amended Intercustomer Agreement.	03	.20
12/06/06	MEW	Correspondence regarding discussions with Debtor's principal Larry Smith.	03	.10
12/06/06	MEW	Review talking points requested by Debtor for discussions with other customers.	03	.20
12/06/06	MEW	Review docket regarding DIP order and forward entered order to Customer group.	03	.30
12/06/06	MEM	Correspondence regarding deal terms with Nova/Link.	03	.20
12/06/06	РН	Conference call with Customer Group.	03	1,00
12/07/06	MEW	Work on open issues relating to resourcing from Reynosa, terms of agreement with Nova/Link.	03	1.80

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DELPHI AN ACCOUNT I	NUMBEI	TIVE SYSTEMS January 12, 2007 R: 000115900 8325668		
12/07/06	MEW	Conference with D. Wollschlager regarding options for agreement with Nova/Link.	03	.30
12/07/06	MEW	Prepare for and participate in Customer call in advance of Customer meeting with Nova/Link representatives.	03	1.00
12/07/06	MEW	Status call with Yazaki outside counsel - Tom Yoder.	03	.50
12/07/06	MEW	Conference with D. Wollschlager regarding Customer call with Nova/Link, strategy going forward.	03	.40
12/07/06	MEW	Review and revise letter to other customers requested by Larry Smith and circulate to Customer group.	03	.40
12/07/06	MEW	Review minutes and agenda for 12/08/06 Customer call.	03	.10
12/07/06	PH	Attention to National City Purchase Agreement.	03	.70
12/08/06	MEW	Prepare for and participate in Customer Group call.	03	.90
12/08/06	MEW	Review and consideration of Letter (requested by QC) for use in dealing with non-participating customers.	03	.30
12/08/06	MEW	Correspondence regarding discussions with Nova/Link and QC regarding transition from Reynosa.	03	.20
12/08/06	MEW	Correspondence and analysis of appropriate location to move Customer and QC property following departure from Reynosa.	03	.50
12/08/06	MEW	Correspondence from Nova/Link regarding payment expectations.	03	.20
12/08/06	MEW	Conference with D. Wollschlager regarding Nova/Link issues, request for escrow.	03	.30
12/08/06	MEW	Correspondence regarding Nova/Link payments.	03	.10

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(J.D. NO. 38-2384883)

	NUMBER	TIVE SYSTEMS January 12, 2007 8: 000115900 8325668		
12/08/06	MEW	Outline possible alternatives to resolve open issues with Nova/Link.	03	.50
12/08/06	PН	Conference calls with Customer Group.	03	.90
12/10/06	MEW	Review and analysis of Nova/Link request for establishment of escrow account regarding severance obligation.	03	.40
12/10/06	MEW	Review minutes of 12/08 call, agenda for 12/11/06 Customer Group call.	03	.10
12/11/06	MEW	Prepare and participate in Customer Group call.	03	.80
12/11/06	MEW	Prepare for and particpate in Nova/Link call.	03	1.20
12/11/06	РН	Conference call with Customer Group.	03	.80
12/12/06	MEW	Prepare for and participate in Customer Group call.	03	1.00
12/12/06	MEW	Work on wind-down strategy and agreement with Nova/Link.	03	1.50
12/12/06	MEW	Conferences with D. Wollschlager regarding Nova/Link escrow or other arrangements.	03	.50
12/12/06	MEW	Correspondence regarding status of negotiations with Nova/Link and with Debtor (Larry Smith).	03	.20
12/12/06	MEW	Brief review of motion of alleged equipment lessor to determine its interest in certain QC equipment.	03	.30
12/12/06	MEW	Review minutes of 12/12/06 call, agenda for 12/13/06 Customer call.	03	.10
12/12/06	PH	Conference call with Customer Group.	03	.80
12/13/06	MEW	Conference with D. Wollschlager regarding status, Nova/Link strategy.	03	.20

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DELPHI AN ACCOUNT I INVOICE I	NUMBEF	TIVE SYSTEMS January 12, 2007 8: 000115900 8325668	•	
12/13/06	MEW	Conference with P. Hall regarding letter to Nova/Link formally requesting assistance in removing equipment.	03	.20
12/13/06	MEW	Conference with P. Hall regarding formal letter to Rivercross regarding transfer of Delphi tooling and equipment.	03	.20
12/13/06	MEW	Correspondence from D. Wollschlager regarding move of Delphi equipment within Mexico.	03	.10
12/13/06	MEW	Review minutes from Friday's call, agenda for 12/14/06.	03	.10
12/13/06	ΡH	Conference call with Customer Group.	03	.60
12/13/06	РН	Draft correspondence to Rivercross re: equipment transfer.	03	. 50
12/13/06	РН	Conference with M. E. Wilkins.	03	.50
12/13/06	PH	Correspondence to R. Chapman.	03	.50
12/14/06	MEW	Prepare for and participate in Customer Group call regarding Nova/Link issues, exit plan and timing.	03	1.00
12/14/06	MEW	Work with R. Chapman, D. Wollschlager and review regarding requirements of moving equipment and raw materials from Mexico to another Mexican location.	03	1.50
12/14/06	MEW	Correspondence regarding representations to be made to Nova/Link regarding defaults.	03	.10
12/14/06	MEW	Correspondence regarding non-participating customer issues.	03	.10
12/14/06	MEW	Review trust agreements and suggested extensions.	03	.30
12/14/06	MEW	Review correspondence and BBK issues regarding disposition of raw materials unused by Behr.	03	.40

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#### (I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI ACCOUNT INVOICE	NUMBE	TIVE SYSTEMS January 12, 2007 ER: 000115900 8325668	•	
12/14/06	6 MEW	Prepare for and participate in Customer Group call.	03	1.10
12/14/06	5 MEW	Work on mechanism to resolve Nova/Link issues with parameters of Accommodation Agreement.	03	1.30
12/14/06	5 РН	Conference calls with Customer Group.	03	.90
12/14/06	РН	Telephone conference with R. Chapman.	03	.90
12/14/06	РН	Attention to Rivercross letter.	03	.80
12/15/06	MEW	Prepare for and participate in Customer Group call.	03	1.00
12/15/06	MEW	Prepare for and conferences with D. Wollschlager (BBK) regarding agreement to advance severance indemnification sums to Nova/Link, removal of E&S tooling.	03	1.20
12/15/06	"MEW	Conferences with R. Chapman regarding removal of E&S tooling and related equipment from Reynosa.	03	.30
12/15/06	MEW	Review letter from Delphi to Nova/Link regarding removal of Delphi equipment and raw materials from Reynosa.	03	.10
12/15/06	MEW	Correspondence from and to Nova/Link counsel regarding E&S equipment removal and status of Nova/Link negotiations.	03	.20
12/15/06	MEW	Review QC request to sell Alcoa tooling in the ordinary course of business.	03	.20
12/15/06	MEW	Review correspondence between BBK and Nova/Link regarding advance of severance indemnification amounts.	03	.20
12/15/06	MEW	Correspondence regarding Nova/Link agreement.	03	.10
12/15/06	MEW	Correspondence regarding current status of key points of ongoing negotiations with Nova/Link.	03	.20

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DELPHI A ACCOUNT : INVOICE :	NUMBEI	TIVE SYSTEMS January 12, 20 R: 000115900 8325668	007	
12/15/06	РН	Conference call with Customer Group.	03	.80
12/16/06	MEW	Prepare for and conferences with Nova/Link and Customer representatives regarding wind-down of Reynosa and Customer severance indemnification obligations.	03	2.00
12/16/06	MEW	Outline and draft key points of Agreement with Nova/Link.	03	.50
12/18/06	MEW	Prepare for and participate in Customer Grocall.	up 03	.70
12/18/06	MEW	Letter from Nova/Link counsel regarding request to advance severance funds.	03	.20
12/18/06	MEW	Conference with Sam Israel, Nova/Link counsel, regarding request to fund entire severance amount.	03	.30
12/18/06	MEW	Status report to Delphi regarding Nova/Link	. 03	. 50
12/18/06	MEW	Conference with D. Wollschlager regarding Nova/Link issues.	03	.30
12/18/06	MEW	Review proposed schedule of raw material sal prices and discuss with T. Monahan, Guy Morgan.	Le 03	.30
12/18/06	MEW	Correspondence regarding QC request for Customer input regarding other customer inventory.	03	.20
12/18/06	MEW	Review Bosch offer on components, Monahan correspondence.	03	.20
12/18/06	MEW	Correspondence regarding Amended Accommodation with Nova/Link.	03	.30
12/18/06	MEW	Correspondence regarding Bosch offer to buy parts.	03	.10
12/18/06	MEW	Review potential severance indemnification obligation (list of employees prepared by Nova/Link).	03	.20

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DELPHI A ACCOUNT INVOICE	NUMBEI	FIVE SYSTEMS January 12, 2007 R: 000115900 8325668		
12/18/06	MEW	Review Monday Customer Group call minutes.	03	.20
12/18/06	MEW	Review draft amendments to Intercustomer Agreement and Trust Agreement.	03	.30
12/18/06	MEW	Correspondence regarding Nova/Link status.	03	.10
12/18/06	PН	Conference with Novalink Group.	03	1.10
12/18/06	РН	Conference with Customer Group.	03	1.10
12/18/06	PH	Draft amendments to Trust and Intercustomer Agreements.	03	1.10
12/19/06	MEW	Prepare for and participate in Customer Group call.	03	.80
12/19/06	MEW	Telephone to T. Monahan and G. Morgan regarding status of production inventory removal at Reynosa.	03	.10
12/19/06	MEW	Correspondence regarding QC sale of inventory to other customers.	03	.10
12/19/06	MEW	Correspondence regarding Nova/Link production issues.	03	.20
12/19/06	MEW	Correspondence regarding Nova/Link proposal for Amended Accommodation Agreement.	03	.30
12/19/06	MEW	Correspondence regarding QC offer to sell inventory to Bosch.	03	20
12/19/06	MEW	Review call minutes of 12/19 Customer call.	03	.10
12/19/06	MEW	Review other customer sourcing, status of exit.	03	.20
12/19/06	MEW	Outline key points of deal with Nova/Link.	03	.70
12/19/06	P H	Telephone conference with A. Perry and D. Wollschlager.	03	.70

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DELPHI A ACCOUNT INVOICE	NUMBE:	TIVE SYSTEMS January 12, 2007 R: 000115900 8325668		
12/20/06	MEW	Correspondence regarding Nova/Link demands on Bosch and discuss potential negative impact on Delphi with T. Monahan.	03	.50
12/20/06	MEW	Correspondence from BBK regarding Nova/Link slowdown at Reynosa facility.	03	.10
12/20/06	MEW	Correspondence from BBK with comments on Nova/Link deal points and discuss with D. Wollschlager (BBK).	03	.40
12/20/06	MEW	Correspondence regarding Nova/Link agreement.	03	.20
12/20/06	MEW	Prepare for and participate in Customer Group call.	03	.80
12/20/06	MEW	Correspondence regarding Bosch and Nova/Link issues.	03	-10
12/20/06	MEW	Conference with D. Wollschlager regarding offer on Bosch components.	03	.20
12/20/06	MEW	Correspondence regarding Bosch inventory purchase.	03	.10
12/20/06	MEW	Draft Amendment to Accommodation Agreement and forward to Nova/Link counsel.	03	1.60
12/20/06	MEW	Prepare for and participate in Customer Group call regarding Nova/Link.	03	.40
12/20/06	MEW	Review revisions to Amended Accommodation Agreement proposed by Nova/Link.	03	.30
12/20/06	MEW	Correspondence regarding Nova/Link production slowdown.	03	.10
12/20/06	MEW	Correspondence from Nova/Link counsel regarding severance indemnification.	03	.10
12/20/06	MEW	Correspondence to Nova/Link counsel regarding status of negotiations.	03	.90
12/20/06	MEW	Status correspondence from BBK regarding Nova/Link and QC issues.	03	.10

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(I.D. NO. 38-2384883)

	NUMBEI	FIVE SYSTEMS January 12, 2007 R: 000115900 8325668		
<b>12/</b> 20/06	MEW	Review agenda for 12/21 call, financial update QC open receivable summary.	03	.40
12/20/06	РH	Conference call with Customer Group.	03	1.10
12/21/06	MEW	Prepare for and participate in Customer Group call regarding remaining open issues.	03	1.00
12/21/06	MEW	Work on realization of receivables, inventory purchases from non-participating customers.	03	.80
12/21/06	MEW	Prepare for and conference with Customer Group regarding Nova/Link settlement.	03	.80
12/21/06	MEW	Conference with Nova/Link and negotiate terms of Amendment to Accommodation Agreement.	03	.60
12/21/06	MEW	Customer call to prepare for Nova/Link meeting.	03	.70
12/21/06	~MEW	Meeting with Nova/Link regarding Accommodation Agreement.	03	.40
12/21/06	MEW	Conference with Customer representative regarding and review, revise and circulate revised Amended Accommodation Agreement.	03	1.20
12/21/06	MEW	Review Nova/Link proposed changes and response to Nova/Link counsel.	03	.30
12/22/06	MEW	Prepare for and participate in Customer Group call.	03	.50
12/22/06	MEW	Review QC post-closing employee list prepared by BBK.	03	.10
12/22/06	MEW	Work on finalization and finalize, execute and fund Amendment to Accommodation Agreement with Nova/Link.	03	4.50
12/22/06	РН	Conference call with Customer Group.	03	.90
12/22/06	РН	Telephone conference with D. Wollschlager and T. Monohan.	03	.90

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SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AU ACCOUNT N INVOICE N	JUMBEI	FIVE SYSTEMS January 12, 200 R: 000115900 8325668	)7	
12/26/06	MEW	Correspondence regarding execution of agreement extending BBK trust.	03	.20
12/28/06	MEW	Correspondence regarding motion with respect to sale of customer collateral.	03	.10
12/28/06	P H	Attention to trust agreement.	03	.30
12/29/06	MEW	Correspondence regarding obtaining court authority to dispose of assets.	03	.10
12/29/06	РН	Revisions to Trust Agreement.	03	.40
12/29/06	РН	Correspondence to D. Reamer and A. Perry resame.	03	.40
12/29/06	РН	Correspondence to D. Wollschlager.	03	.30
12/30/06	MEW	Correspondence regarding BBK trust agreement status.	03	.10
`	<b>.</b> ,			
		TOTAL BILLABLE HOURS 8	4.60	
		TOTAL FEES		19975.00
DISBURSEME	NTS:			
F	opies iling eleph	Fees	8.50 4.08 17.86	
				30.44
		TOTAL FEES		19975.00
		TOTAL DISBURSEMENTS		30.44
		Matter Total		20005.44

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(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668

January 12, 2007

#### [PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: GENERAL MOTORS ARBITRATION

000115900-0129

DATE 12/01/06	INIT HCD	DESCRIPTION Review additional client supplied relevant documents from GM supplemental production and associated e-mails.	TASK 10	HOURS 2.10
12/01/06	HCD	Work on letter to E. Driker and research re same.	10	1.20
12/01/06	HCD	Research re defenses to fitness for particular purpose theory.	10	.80
12/01/06	HCD	Review Manley drafted materials re damages.	10	.30
12/03/06	HCD	Research, draft, revise and edit Driker Facilitation Statement.	10	5.30
12/04/06	EMK	Work on mediation summary.	10	.70
12/04/06	HCD	Work on Facilitation Statement and review client highlighted documents.	10	4.10
12/04/06	HCD	Multiple conferences with K. Manley re Facilitation Statement.	10	.90
12/04/06	HCD	Review supplemental materials from K. Manley.	10	1.20
12/05/06	EMK	Work on mediation summary and exhibits.	10	2.90
12/05/06	HCD	Work on Facilitation Statement and research re same.	10	.50

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DELPHI A ACCOUNT INVOICE	NUMBE:	TIVE SYSTEMS January 12, 2007 R: 000115900 8325668		
12/05/06	TJL	Review and analyze warranty data spreadsheets.	. 10	1.30
12/06/06	EMK	Further work on mediation summary.	10	6.20
12/06/06	HCD	Draft, revise and edit letter to Eugene Driker re Facilitation.	10	8.20
12/07/06	EMK	Further work on mediation statement.	10	1.90
12/07/06	EMK	Telephone conference with W. Cosnowski regarding mediation statement.	10	.20
12/07/06	EMK	Telephone call from E. Dwyer regarding schedule.	10	.10
12/07/06	HCD	Draft, revise, and edit Mediation Statement and Exhibits.	10	3.10
12/07/06	HCD	Conferences with client re Mediation Statement.	10	.40
12/07/06	HCD	Work on response to privilege letter.	10	.30
12/07/06	HCD	Review materials associated with Mediation Statement.	10	.40
12/08/06	EMK	Work on finalizing mediation summary.	10	2.20
12/08/06	EMK	Telephone call from E. Dwyer regarding GM summary.	10	.20
12/08/06	HCD	Work on Facilitation Statement and multiple conferences with client re same.	10	5.20
12/08/06	HCD	Begin review of GM statement and exhibits.	10	.80
12/08/06	HCD	Work on letter to opposing counsel re privilege issues.	10	.50
12/08/06	TJL	Review warranty data.	10	1.60
12/09/06	EMK	Detailed review of GM mediation summary and exhibits.	10	1.00
12/09/06	TJL	Review categorized warranty data.	10	1.50

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(L.D. NO. 38-2384883)

	IUMBEF	FIVE SYSTEMS January 12, 2007 R: 000115900 8325668		
12/10/06	HCD	Review GM Faciliation Statement.	10	.40
12/12/06	EMK	Telephone call from W. Cosnowski.	10	.10
12/12/06	EMK	E-mail from W. Cosnowski and reply.	10	.10
12/12/06	HCD	Prepare for E. Driker Facilitation Presentation.	10	.30
12/13/06	EMK	Work on presentation for mediation.	10	.20
12/14/06	EMK	Work on presentation for facilitation and prepare for facilitation.	10	3.50
12/14/06	HCD	Work on Driker presentation and slides and conference with client re same.	10	4.80
12/15/06	EMK	Conference call with J. Papelian and W. Cosnowski.	10	1.10
12/15/06	EMK	Work on presentation for facilitation.	10	1.10
12/15/06	EMK	Telephone conference with J. Papelian and W. Cosnowski.	10	.20
12/15/06	EMK	Further work on presentation.	10	.30
12/15/06	HCD	Assist in preparation for facilitation and work on associated presentaton slides.	10	2.30
12/15/06	HCD	Multiple conferences with client re Facilitation Presentation and associated slides.	10	1.80
12/16/06	EMK	E-mail from W. Cosnowski regarding revised powerpoint.	10	.10
12/16/06	EMK	Review revised powerpoint and suggest further revisions.	10	1.50
12/16/06	EMK	E-mail to W. Cosnowski regarding issues presented in GM summary.	10	.80
12/16/06	EMK	E-mail to W. Cosnowski.	10	.10

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(1.D. NO. 38-2384883)

	NUMBE:	TIVE SYSTEMS January 12, 2007 R: 000115900 8325668		
12/17/06	EMK	Telephone Conference with J. Papelian, W. Cosnowski and F. Manley.	10	1.50
12/17/06	EMK	Further work on preparation for facilitation.	10	3.20
12/17/06	HCD	Prepare for facilitation and conference with clients and witness re same.	10	4.20
12/18/06	EMK	Attend facilitation with E. Driker.	10	7.50
12/18/06	EMK	Telephone call to W. Cosnowski regarding document follow up.	10	.10
12/18/06	EMK	Work on plan for further discovery.	10	.50
<b>1</b> 2/18/06	HCD	Meet E. Kronk re status, strategy, and next steps.	1.0	.30
12/19/06	EMK	Telephone call from E. Dwyer regarding schedule (voice mail).	1.0	.10
12/20/06	EMK	E-mail from GM regarding motion to compel.	10	.10
12/20/06	EMK	E-mail to W. Cosnowski.	10	.10
12/20/06	L C	Contacted P. Tottis regarding additional documents requested by E. Dwyer.	10	.20
12/21/06	EMK	Work on revised schedule.	10	.30
12/21/06	EMK	Telephone call to E. Dwyer.	10	.10
12/21/06	HCD	Review GM moving papers re privilege and outline response proofs.	1.0	.80
12/26/06	EMK	Work on discovery and expert plan.	10	.60
12/26/06	EMK	E-mail to W. Cosnowski regarding documents.	10	.10
12/26/06	HCD	Work on proofs outline and to do list.	10	.90
12/26/06	HCD	Review GM supplied documents.	10	.40
12/26/06	HCD	Review motion to compel and associated documents and letters and work on response.	10	.60

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(i.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI A ACCOUNT INVOICE	NUMBE:	TIVE SYSTEMS January 12, 200 R: 000115900 8325668	17	
12/26/06	HCD	Assess necessary GM witness depositions.	10	.40
12/26/06	M_L	Review of GM's motion to compel.	10	.40
12/26/06	M_L	Review of case law cited.	10	3.00
12/26/06	M_L	Began memorandum on work product/privilege issues.	10	4.10
12/27/06	EMK	E-mail to W. Cosnowski regarding documents.	10	.10
12/27/06	HCD	Work on to do list and identify open issues.	10	.60
12/27/06	HCD	Research re response to motion to compel.	10	.40
12/27/06	HCD	Review associated documents and correspondence re motion to compel.	10	.60
12/27/06	$M_{\perp}$	Continue memo.	10	1.70
12/27/06	M_L	Review of Michigan and other jurisdictions law on self-analysis privilege, work product/privilege issues.	10	3.50
12/27/06	K_S	Review Motion to Compel and research cases cited.	10	2.50
12/28/06	HCD	Review motion to compel and work on response.	10	.90
12/28/06	HCD	Review supplemental GM document production.	1.0	.60
12/29/06	EMK	E-mail from W. Cosnowski regarding status meeting.	10	.10
•	-			

TOTAL BILLABLE HOURS

114.30

TOTAL FEES

28847.61

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A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668

January 12, 2007

#### DISBURSEMENTS:

Copies Express Delivery Charges Persuasive Design Group Digital Services

130.70 22.87 8.48 5.00

167.05

TOTAL FEES

28847.61

TOTAL DISBURSEMENTS

167.05

Matter Total

29014.66

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SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668

January 12, 2007

#### [PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: INTERIOR GROUP SALE

000115900-0130

DATE 12/11/06	INIT SJ	DESCRIPTION Calls with Mark Hester regarding Project Interiors/Closures Disclosure Schedule.	TASK 03	HOURS
12/11/06	SJ	Review representations and warranties and disclosure request with follow up to Bicknell and Hester	03	.50
12/12/06	SJ	Draft preliminary revisions to Schedule 4.14.	03	1.10
12/13/06	SJ	Call with Dan Bicknell re: Schedule 4.14.	03	.20
12/13/06	SJ	Review draft Term Sheet and Master Sale and Purchase Agreement for Renco Sale.	03	.20
12/15/06	SJ	Work on revisions to Term Sheet and Purchase Agreement from Margaret Fukada.	03	1.10
12/18/06	SJ	Conference call with Margaret Fukada and Lauren Craft; telephone call with Cathy Lakat regarding BASF property; follow up with Ed Schonberg.	03	.50
12/19/06	SJ	Telephone conversation with Margaret Fukada regarding Term Sheet.	03	.20
12/19/06	SJ	Call with Mark Hester regarding call re: Renco.	03	.20
12/21/06	SJ	Call from Karen Craft regarding Term Sheet.	03	.20

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ATTORNEYS AND COUNSELORS

(1.D. NO. 38-2384883)

DELPHI AUTOMOT ACCOUNT NUMBER INVOICE NO.:	FIVE SYSTEMS R: 000115900 8325668	January 12, 200	7	
12/21/06 SJ	Call with Karen Auge regards	ing Columbus Phas	e 03	.20
12/27/06 SJ	Call from Karen Auge.		03	.20
12/27/06 sj	Review and comment on revise Columbus facility.	ed Phase I for	03	1.10
12/28/06 SJ	Review documents in Closures Index of data site.	- Environmental	03	1.50
	TOTAL BILLAB	LE HOURS TAL FEES	7.50	1680.00
DISBURSEMENTS:				1000,00
Teleco	opier Charges		0.20	
			<b></b>	0.20
	TOTA	L FEES		1680.00
	TOTAL	DISBURSEMENTS		0.20
		Matter Total		1680.20

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(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668

January 12, 2007

[PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: ADMIRAL TOOL & MANUFACTURING COMPANY

000115900-0134

DATE INIT DESCRIPTION TASK HOURS 12/04/06 TBR Review and reply to K. Bourassa e-mail 03 .20 regarding status of resourcing.

TOTAL BILLABLE HOURS

0.20

TOTAL FEES

50.00

TOTAL FEES

50.00

Matter Total

50.00

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A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFER SON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668

January 12, 2007

#### [PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: REMY INTERNATIONAL

000115900-0135

DATE 12/01/06	INIT TBR	DESCRIPTION E-mail with S. Snell regarding Trip insurance.	TASK 03	HOURS
12/01/06	TBR	Conference call with Delphi Team regarding legal alternatives, demand letter.	03	.80
12/08/06	TBR	Review and reply to e-mails regarding security documents.	03	.30
12/08/06	TBR	Review Security Agreement, UCC Financing Statement.	03	.30
12/11/06	TBR	Telephone conferences with S. Snell, J. Willis regarding security documents, rights in bankruptcy.	03	.50
12/11/06	TBR	Review security documents.	03	.50
12/11/06	TBR	E-mail to S. Corcoran regarding DPSS.	03	.20
12/13/06	TBR	Telephone conferences with Delphi Team regarding validity of PMSI, legal rights.	03	.70
12/13/06	TBR	Review Delphi Team e-mails regarding legal right, PMSI.	03	.30
12/14/06	TBR	Review e-mails regarding legal rights.	03	.40
12/14/06	TBR	Telephone conference with S. Snell regarding legal rights as secured creditor.	03	.30

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(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS

January 12, 2007

ACCOUNT NUMBER: 000115900

INVOICE NO.:

8325668

regarding PMSI.

12/20/06 TBR Telephone conference with S. Corcoran

03

.20

TOTAL BILLABLE HOURS

4.70

TOTAL FEES

1175.00

\_\_\_\_\_\_

TOTAL FEES

1175.00

Matter Total

1175.00

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SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668

January 12, 2007

#### [PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: POTOMAC PHOTONICS

000115900-0136

DATE 12/01/06	INIT TBR	DESCRIPTION E-mail with A. Perry regarding December 5 conference call.	TASK 03	HOURS
12/05/06	TBR	Conference call with Delphi Team regarding strategic alternatives.	03	.70
12/07/06	TBR	Conference call with Delphi Team regarding financial alternatives.	03	.70
12/08/06	TBR	Conference call with Delphi Team regarding financial alternatives with FTS.	03	1.00
12/08/06	TBR	Review background documents regarding Potomac.	03	1.00
12/11/06	TBR	Conference calls with Delphi Team regarding financial alternatives.	03	1.50
12/11/06	TBR	Conference with L. Hendricksen regarding UCC search.	03	.20
12/11/06	TBR	Review online UCC search.	03	.30
12/11/06	TBR	E-mail to Delphi Team regarding UCC search.	03	.20
12/11/06	TBR	Review proforma financials.	03	.60
12/11/06	L H	Office conference with Thomas Radom.	03	.20

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A PROFESSIONAL CORPORATION
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(I.D. NO. 38-2384883)

DELPHI A ACCOUNT I INVOICE I	NUMBEI	TIVE SYSTEMS January 12, 2007 R: 000115900 8325668		
12/11/06	L H	Searched the corporate records of Potomac Photonics, Inc. with the Michigan, Maryland, Virginia and Delaware Secretary of States. Obtained UCC-11 searches from Maryland and Virginia.	03	1.30
12/12/06	TBR	Conference calls with Delphi Team, supplier, business bank regarding equipment purchase, term sheet.	03	4.00
12/12/06	TBR	Draft term sheet regarding equipment, accommodations.	03	.60
12/12/06	TBR	E-mails to Delphi Team regarding term sheet.	03	-40
12/12/06	JRS	Confer with T. Radom re agreement between Delphi and Potomac Photonics.	03	.20
12/13/06	TBR	Conference calls with Delphi Team regarding term sheet, Agreement.	03	1.50
12/13/06	TBR	Meeting with J. Stevenson regarding Agreement.	03	.30
12/13/06	TBR	Review and reply to J. Spoth e-mail regarding equipment.	03	.20
12/13/06	TBR	Prepare Bank term sheet.	03	.30
12/13/06	TBR	E-mail to Delphi Team regarding Bank term sheet.	03	.20
12/13/06	JRS	Confer with T. Radom re agreement between Delphi and Potomac Photonics.	03	.30
12/13/06	JRS	Research and draft agreement between Delphi and Potomac Photonics.	03	6.50
12/14/06	TBR	Telephone conference and e-mails with Delphi Team regarding equipment purchase, Bank status.	03	.80
12/14/06	TBR	Telephone conferences with J. Robbins regarding Agreement.	03	.50
12/14/06	TBR	Reviewed and revised Agreement.	03	1.20

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A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

#### (I.D. NO. 38-2384883)

DELPHI A ACCOUNT INVOICE	NUMBE	TIVE SYSTEMS January 12, 2007 R: 000115900 8325668		
12/14/06	TBR	E-mails with Delphi Team regarding Agreement.	03	.50
12/15/06	TBR	Review e-mails regarding Agreement.	03	.50
12/15/06	TBR	Telephone conference with J. Stevenson regarding status of Agreement.	03	.20
12/15/06	JRS	Conference call with representatives of Delphi re agreement between Delphi and Potomac Photonics.	03	.70
12/15/06	JRS	Research and draft agreement between Delphi and Potomac Photonics.	03	2.80
12/18/06	TBR	Conference with J. Stevenson regarding Agreement.	03	.20
12/18/06	TBR	Telephone conference with J. Robbins regarding Agreement.	03	.30
12/18/06	TBR	E-mails with J. Robbins regarding lien release.	03	.40
12/18/06	JRS	Confer with T. Radom re agreement between Delphi and Potomac Photonics.	03	.10
12/18/06	JRS	Telephone call with T. Radom, J. Robbins re agreement between Delphi and Potomac Photonics.	03	.10
12/19/06	TBR	E-mails with J. Robbins regarding S/I release.	03	.40
12/21/06	TBR	Review Stevenson e-mail regarding UCC release.	03	.20
12/21/06	JRS	Factual research and analysis re agreement between Delphi and Potomac Photonics.	03	.80
12/21/06	JRS	Telephone call with J. Robbins re agreement between Delphi and Potomac Photonics.	03	.10
12/22/06	TBR	Telephone conference with J. Stevenson regarding UCC release.	03	.20
12/22/06	JRS	Confer with T. Radom re agreement between Delphi and Potomac Photonics.	03	.10

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A PROFESSIONAL CORPORATION
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(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS

ACCOUNT NUMBER: 000115900

January 12, 2007

INVOICE NO.:

8325668

12/22/06 JRS

JRS Research and draft email to J. Robbins re

03

.30

agreement between Delphi and Potomac

Photonics.

TOTAL BILLABLE HOURS

32.80

TOTAL FEES

7279.00

DISBURSEMENTS:

Copies

19.50

19.50

TOTAL FEES

7279.00

TOTAL DISBURSEMENTS

19.50

Matter Total

7298.50

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(I.D. NO. 38-2384883)

SUITE 900 150 WEST IEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668

January 12, 2007

#### [PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: TAWAS INDUSTRIES

000115900-0137

DATE 12/01/06	INIO MEW	T DESCRIPTION  Follow-up work with client, Tawas consultant and Tawas counsel regarding Delphi emergency production needs.	TASK 03	HOURS 1.50
12/04/06	MEW	Correspondence and conference with J. Nafliss regarding emergency production at Tawas.	03	.30
12/04/06	MEW	Correspondence with M. Everett regarding matter status.	03	.20
12/04/06	MEW	Correspondence regarding Tawas status.	03	.20
12/07/06	MEW	Conference with Paula Hall regarding Tawas background.	03	.30
12/07/06	MEW	Correspondence regarding Customer meeting, Delphi internal meeting.	03	.20
12/08/06	MEW	Prepare for and participate in Customer Group call with McTevia regarding continued production, funding needs at Tawas.	03	1.20
12/08/06	РН	Conference calls with Delphi and Customer Group.	03	1.00
12/08/06	РН	Correspondence to J. McTevia.	03	.90
12/08/06	РН	Conference with A. Perry.	03	.90
12/11/06	MEW	Prepare for and participate in status call.	03	. 90

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A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

#### (I.D. NO. 38-2384883)

DELPHI A ACCOUNT INVOICE	NUMBE	TIVE SYSTEMS January 12, 2007 R: 000115900 8325668		
12/11/06	РН	Correspondence to J. McTevia.	03	.70
12/11/06	PН	Conference call with Delphi group.	03	.80
12/11/06	ΡH	Conference call with Tawas and Customer Group	. 03	.70
12/12/06	PН	Conference calls with Delphi and Customer Group.	03	1.20
12/12/06	РН	Correspondence to and from J. McTevia.	03	1.10
12/12/06	РН	Multiple correspondence and conferences with J. Norflis.	03	1.10
12/13/06	MEW	Review client documents.	03	.40
12/13/06	PН	Conference call with Delphi Group.	03	.90
12/13/06	PН	Conference call with Tawas Group.	03	.90
12/13/06	P H	Conference with J. Norflis.	03	.90
12/13/06	РН	Attention to $A/R$ , $A/P$ , and inventory analysis.	03	.90
12/14/06	MEW	Review Delphi payable and receivable information.	03	.30
12/14/06	MEW	Prepare for and discuss status and strategy with P. Hall.	03	-40
12/14/06	РH	Conference with M. E. Wilkins.	03	.40
12/14/06	РН	Correspondence to J. McTevia re: prepetition debt.	03	.40
12/14/06	ΡĦ	Conference with J. Norflis.	03	.50
12/14/06	PΗ	Review A/R reconciliation.	03	.40
12/15/06	TBR	Telephone conference with P. Hall regarding tooling, A/P.	03	.30
12/15/06	РН	Review J. Norflis analysis.	03	.60
12/15/06	PН	Review P.O.'s and Delphi terms and conditions.	03	.60

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A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

#### (I.D. NO. 38-2384883)

DELPHI A ACCOUNT INVOICE	NUMBE:	TIVE SYSTEMS January 12, 200 R: 000115900 8325668	7	
12/15/06	PН	Correspondence to and from A. Perry.	03	.60
12/15/06	РН	Multiple telephone conferences with J. Norflis.	03	.60
12/15/06	PН	Conference with Tawas.	03	.70
12/15/06	РН	Conference with J. Kendzorski.	03	.70
12/15/06	PΗ	Conference with M. E. Wilkins.	03	.70
12/16/06	MEW	Review Delphi/Tawas purchase orders.	03	.30
12/18/06	MEW	Status conference with P. Hall.	03	.20
12/18/06	MEW	Correspondence regarding cost to build new tooling.	03	.10
12/18/06	РН	Correspondence to J. Norflis.	03	.40
12/18/06	Ъ Н	Conference call with Tawas Group.	03	.40
12/18/06	PΗ	Review Tawas settlement statement.	03	.40
12/18/06	РН	Telephone conference with M. E. Wilkins.	03	.40
12/18/06	РН	Telephone call to K. Kable.	. 03	.30
12/19/06	MEW	Review draft letter to Ken Kable.	03	.20
12/19/06	Mew	Correspondence and consideration of recourse against Tawas, others for removing Delphi tooling and discuss with P. Hall.	03	.40
12/19/06	PН	Correspondence to K. Kable.	03	. 70
12/19/06	РН	Conference with M. E. Wilkins.	03	. 70
12/19/06	PН	Conference with Delphi group.	03	.70
12/19/06	РН	Telephone conference with A. Perry.	03	.70
12/19/06	РН	Telephone call to L. Rochkind.	03	.60

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A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

#### (I.D. NO. 38-2384883)

	NUMBEI	FIVE SYSTEMS January 12, 2007 R: 000115900 8325668		
12/20/06	MEW	Correspondence regarding Delphi demand to turn over tooling.	03	.10
12/20/06	MEW	Correspondence regarding settlement with Trustee.	03	.10
12/20/06	MEW	Correspondence regarding settlement status.	03	-10
12/20/06	РН	Multiple conferences with A. Shehr re: settlement.	03	.80
12/20/06	PΗ	Conference with A. Perry and J. Norflis.	03	.80
12/20/06	РН	Conference with M. E. Wilkins.	03	.80
12/20/06	РН	Correspondence to K. Kable.	03	.70
12/20/06	PН	Correspondence to Delphi team.	03	.70
12/21/06	MEW	Conference with P. Hall regarding status, settlement.	03	.20
12/21/06	MEW	Conferences with P. Hall.	03	.60
12/21/06	MEW	Review and revise settlement letter agreement with Tawas.	03	.30
12/21/06	РН	Multiple conferences with Bank, Tawas, McTevia and Creditors Committee.	03	6.80
12/21/06	РН	Draft settlement agreement.	03	1.70
12/21/06	PН	Attention to settlement issues.	03	1.70
12/22/06	MEW	Discuss agreement status with P. Hall.	03	.40
12/22/06	MEW	Correspondence regarding settlement status.	03	.10
12/22/06	MEW	Review agreement status.	03	.30
12/22/06	MEW	Correspondence regarding finalization of agreement with McTevia, bank.	03	.20
12/22/06	P H	Settlement negotiations.	03	7.00

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ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

ACCOUNT :	NUMBER	IVE SYSTEMS January 12, 200 : 000115900 8325668	07	
12/22/06	РН	Multiple revisions to settlement agreement.	03	1.30
12/27/06	РН	Correspondence to and from J. McTevia, M. Bakst and R. McDowell.	03	.70
12/29/06	РН	Correspondence to K. Kable, J. McTevia and Delphi team re: agreement.	03	.40
		TOTAL BILLABLE HOURS	56.70	
		TOTAL FEES		11830.00
DISBURSEN	MENTS:			
Copies 4.2 Telecopier Charges 2.2				
	×.		-	6.45
	•			
		TOTAL FEES		11830.00
		TOTAL DISBURSEMENTS		6.45
		Matter Total		11836.45

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A PROFESSIONAL CORPORATION ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668

January 12, 2007

#### [PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: IXTLAN, INC.

000115900-0138

=========

DATE 12/14/06	INIT TBR	DESCRIPTION Telephone conference with A. Bowman, J. Stone regarding status of supplier.	TASF 03	HOURS
12/15/06	TBR	Telephone conference with B. Diehl regarding Lear.	03	.40
12/15/06	TBR	Telephone conference with A. Bowman regarding Lear.	03	.20
12/18/06	TBR	Memo to Delphi Team regarding Lear call.	03	.40
12/19/06	TBR	Telephone conference with M. Everett regarding alternatives.	03	.40
		i e		
		TOTAL BILLABLE HOURS 1.	.70	
		TOTAL FEES		425.00
			-	
		TOTAL FEES		425.00
·		Matter Total		425.00

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ATTORNEYS AND COUNSELORS

(J.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.; 8325668

January 12, 2007

#### [PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: ACCESS ELECTRONICS, INC.

000115900-0139

DATE 12/21/06		DESCRIPTION Conference with M. Olson regarding new distressed supplier.	TASK 03	HOURS .20
12/21/06	MEW	Review email stream and draft term sheet for supplier financial assistance.	03	.60
12/21/06	MEW	Conference with M. Olson regarding term sheet, status and strategy going forward.	03	.20
		TOTAL BILLABLE HOURS	1.00	
		TOTAL FEES		250.00
		TOTAL FEES		250.00
		Matter Total		250.00

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#### **Butzel Long**

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST IEFFERSON DETROIT, MICHIGAN 48226-4430 (313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS ACCOUNT NUMBER: 000115900 INVOICE NO.: 8325668

January 12, 2007

#### [PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: SECONDMENT OVER 8 HOURS

000115900-0140

DATE 12/07/06		DESCRIPTION Edited Rice Position Statement and E-mailed it to Jeffery Peterson for his review.	TASK 06	HOURS
12/08/06	C_G	Made final changes to Rice Position Statement and mailed it to the Commission.	06	.40
12/08/06	.c_g	Follow-up with Lisa Schultz and Dereon Pruitt regarding Cryderman Charge; drafted first draft of Cryderman Position Statement.	06	2.80
12/08/06	C_G	Reviewed information from Dave Cox regarding Long Charge; started to draft position statement for Long Charge.	06	2.00
12/13/06	C_G	E-mailed position statement to Jeff Peterson for his review.	06	2.40
12/14/06	C_G	Initiated investigation into Jackson Charge of Discrimination including calls and e-mails to Gary Smith and Dave Biddlecomb; drafted and mailed letter requesting an extension to respond.	06	2.00
12/22/06	C_G	Continued drafting Jackson position statement including follow-up with Dave Biddlecomb regarding necessary additional information.	06	.80

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TOTAL BILLABLE HOURS

10.60

TOTAL FEES

2120.00

TOTAL FEES

2120.00

Matter Total

2120.00

# 05-44481-rdd Doc 7495-8 Filed 03/30/07 Entered 03/30/07 13:27:59 Exhibit F - Part 3 Invoice December 2006 Pg 74 of 74 **Butzel Long**

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Invoice Total

103220.77

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